

THE
CONSTITUTION
AND
BYE-LAWS
OF THE
SOCIETY OF MEDICAL OFFICERS
OF HEALTH

(Revised Edition, 1935)



1, Thornhaugh Street, Russell Square,
London, W.C.1.



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[1935]

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INTRODUCTION.

THE foundation of the Society dates from that of the Metropolitan Association of Medical Officers of Health in 1856, although this title had changed to "The Society of Medical Officers of Health" for some 15 years before the merging of the provincial Associations with the Metropolitan Society in 1888.

The Articles of Association adopted in 1892 were amended by special resolution in 1895. Further amendments were made in 1908, when it was found expedient to rescind the twice amended Articles and to adopt a new series. The title of the Association was altered from "The Incorporated Society of" to "The Society of Medical Officers of Health" by special resolution in 1908.

In the years previous to the war the Society had grown steadily in numbers, but, although the inception of school medical inspection and the tuberculosis service had meant that a greatly increased number of assistant medical officers had entered public health, the majority of members of the Society were still Medical Officers of Health. After the difficult war years, the public health service and likewise the Society grew rapidly in numbers and the new set of Articles adopted in 1919 defined Assistant Medical Officers of Health and Specialist Medical Officers for the first time. Groups of members interested in special provinces of public health were also defined, and those containing not less than 50 members were empowered to nominate a representative on the Council. The article referring to the constitution of the Council contained a proviso that two-thirds of the Council must always be Medical Officers of Health. The Articles of 1919 were amended in 1923 to enable the Branches to nominate any Fellows, whether medical officers of health or departmental officers, as their representatives, but it was stipulated that a medical officer of health should be co-opted by the Council for each representative elected by a Group.

The most important change involved in the latest revisions of the Articles, adopted in February, 1935, is that the Article 19(d), which formerly stipulated the

co-option of one Medical Officer of Health for each Group representative, now allows of the co-option of any nine Fellows, three of whom at least, must be Departmental Officers, *i.e.*, medical officers holding specialist or clinical appointments in public health.

October, 1935.

CHRONOLOGICAL TABLE.

- 1856—Foundation of Metropolitan Association of Medical Officers of Health.
- 1869—Title changed to "Association of Medical Officers of Health."
- 1873.—Title changed to "Society of Medical Officers of Health."
- 1875—Foundation of North-Western Association of Medical Officers of Health.
 Foundation of Northern Counties Association of Medical Officers of Health (dissolved 1882).
 Foundation of the Yorkshire Association of Medical Officers of Health.
 Foundation of Birmingham and Midland Association of Medical Officers of Health.
- 1888—Amalgamation of the (Metropolitan) Society and the three remaining Provincial Associations, the latter taking the titles of Branches.
- 1891—Incorporation of the Society under the Companies Act with the title of "The Incorporated Society of Medical Officers of Health."
 Formation of Metropolitan and Northern Branches.
- 1892—First Articles of Association adopted.
- 1893—Formation of West of England and South Wales Branch.
- 1894—Formation of Home Counties and Southern Branches.
- 1895—Articles of Association (1892) amended.
- 1896—"The Society of Medical Officers of Health for Scotland" (formed in 1891) joined the Society as the "Scottish Branch."
- 1900—Formation of Southern Australian Branch (dissolved in 1903).
- 1904—Formation of Eastern Branch.
- 1905—Society acquired its present premises at 1, Upper Montague Street.
- 1908—Articles of Association again amended.
- 1909—Articles of Association rescinded and new Articles adopted.

- 1919—New Articles of Association adopted, including authorisation to form Groups of specialist medical officers.
Welsh Branch formed (formerly part of West of England and South Wales Branch).
- 1920—Formation of Tuberculosis Group and Naval, Military and Air Force Group (dissolved 1931).
School Medical Service Group reconstituted as Group of the Society.
County District Group formed.
- 1921—School Dentists' Society (formed in 1898) joined the Society as "Dental Officers' Group," its members becoming Associates of the Society.
- 1922—Maternity and Child Welfare and Fever Hospital Medical Service Groups formed.
- 1923—Articles of Association revised.
- 1930—East Midland Branch formed.
- 1935—Articles of Association revised.

LIST OF PRESIDENTS.

1856-1861.	JOHN SIMON.	1908-1909.	E. SERGEANT.
1861-1864.	R. D. THOMSON.	1909-1910.	H. COOPER PATTIN.
1864-1872.	R. DRUITT.	1910-1911.	W. G. WILLOUGHBY.
1872-1875.	H. LETHEBY.	1911-1912.	A. BOSTOCK HILL.
1875-1877.	G. BUCHANAN.	1912-1913.	E. W. HOPE.
1877-1879.	T. STEVENSON.	1913-1914.	A. K. CHALMERS.
1879-1881.	J. S. BRISTOWE.	1914-1915.	HERBERT JONES.
1881-1883.	J. W. TRIPE.	1915-1916.	F. J. ALLAN.
1883-1885.	T. O. DUDFIELD.	1916-1917.	JOHN ROBERTSON.
1885-1886.	W. H. CORFIELD.	1917-1918.	CHARLES SANDERS.
1886-1888.	A. HILL.	1918-1920.	H. R. KENWOOD.
1888-1889.	W. H. CORFIELD.	1920-1921.	FRANCIS FRE-
1889-1891.	H. E. ARMSTRING.		MANTLE.
1891-1893.	S. F. MURPHY.	1921-1922.	W. J. HOWARTH.
1893-1894.	W. T. G. WOOD-	1922-1923.	T. EUSTACE HILL.
	FORDE.	1923-1924.	T. W. NAYLOR
1894-1895.	S. R. LOVETT.		BARLOW.
1895-1896.	F. VACHER.	1924-1925.	R. A. LYSTER.
1896-1897.	G. P. BATE.	1925-1926.	G. F. BUCHAN.
1897-1898.	E. SEATON.	1926-1927.	E. H. SNELL.
1898-1899.	E. GWYNN.	1927-1928.	JAMES WHEATLEY.
1899-1900.	A. NEWSHOLME.	1928-1929.	J. HOWARD-JONES.
1900-1901.	J. C. McVAIL.	1929-1930.	J. J. BUCHAN.
1901-1902.	A. W. BLYTH.	1930-1931.	HAROLD KERR.
1902-1903.	J. S. CAMERON.	1931-1932.	C. KILLICK MIL-
1903-1904.	J. GROVES.		LARD.
1904-1905.	J. F. J. SYKES.	1932-1933.	G. H. PEARCE.
1905-1906.	S. F. MURPHY.	1933-1934.	CHARLES PORTER.
1906-1907.	D. S. DAVIES.	1934-1935.	R. VEITCH CLARK.
1907-1908.	GEORGE REID.	1935-1936.	W. G. SAVAGE.

MEMORANDUM OF ASSOCIATION OF THE INCORPORATED SOCIETY OF MEDICAL OFFICERS OF HEALTH.

First. The Name of the Association is "THE INCORPORATED SOCIETY OF MEDICAL OFFICERS OF HEALTH."

Second. The Registered Office of the Association will be situated in England.

Third. The Objects for which the Association is established are as follows :—

- (1) To take over the whole of the assets and liabilities of the unincorporated Association established in the year 1856 under the style or title of "The Metropolitan Association of Medical Officers of Health," and since the year 1872 known as "The Society of Medical Officers of Health," and to enter into such agreements, and do and execute all such acts, deeds, matters, and things as may be necessary for that purpose.
- (2) To carry on the work of the Society of Medical Officers of Health.
- (3) To promote the advancement of Public Health in every branch, not only by intercourse among the members, but by practical and theoretical study of all questions connected therewith ; and, with a view of carrying those objects into operation, and for the purpose of diffusing knowledge relating thereto, to hold classes, lectures, meetings, and congresses ; to establish a library, and to continue the publication of the Journal of the Society of Medical Officers of Health known under the title of PUBLIC HEALTH.
- (4) To hold examinations, either alone or in conjunction with some other body, and to grant certificates of competency in Sanitary Knowledge and proficiency in matters relating to Public Health. Provided that no Certificate shall be granted by the Association to any person who discharges the duties of Medical Officer of Health, and that every Certificate shall bear on the face of it a statement that it is

not a qualification registerable under the Medical Acts, and that it is given after and as the result of an examination held by or on behalf of the Association, and that excepting such certificates nothing of the character of a diploma, degree, or title be granted.

- (5) To accept any gift or property, subject or not to any special trusts, for all or any of the objects of the Association. Provided that if the Association at any time take or hold property subject to the jurisdiction of the Charity Commissioners, such rules and regulations as may be made by the Charity Commissioners with reference thereto shall be observed and abided by, and the property, if required, shall be vested in Trustees appointed for that purpose.
- (6) Subject to the provisions of Section 21 of the Companies Act, 1862 (25 and 26 Vict., cap. 69) to purchase, rent, or hire lands, tenements, or other hereditaments, and to build and rebuild, alter and adapt houses or buildings for the purposes of the Association, and from time to time to sell dispose of, and exchange or otherwise deal with any property of the Association as may from time to time be considered desirable or expedient.
- (7) To obtain a Royal Charter or Act of Parliament for the purposes of the Association if deemed advisable.
- (8) To do all such lawful acts, matters, and things incidental or conducive to the attainment of the above objects as may from time to time be deemed necessary.

Fourth. The income and property of the Association, whencesoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus, or otherwise howsoever, by way of profit to the Members of the Association. Provided that nothing herein shall prevent the payment in good faith of remuneration to

any officers or servants of the Association, or to any Member of the Association, or other person in return for any services actually rendered to the Association.

Fifth. The fourth paragraph of this Memorandum is a condition on which a licence is granted by the Board of Trade to the Association in pursuance of Section 23 of the Companies Act, 1867.

Sixth. If any Member of the Association pays or receives any dividend, bonus, or other profit in contravention of the terms of the fourth paragraph of this Memorandum, his liability shall be unlimited.

Seventh. Every Member of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up during the time that he is a Member, or within one year afterwards, for payment of the debts and liabilities of the Association contracted before the time at which he ceases to be a Member, and of the costs, charges, and expenses of winding up the same, and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required, not exceeding one pound, or in case of his liability becoming unlimited such other amount as may be required in pursuance of the last preceding paragraph of this Memorandum.

Eighth. If, upon the winding up or dissolution of the Association, there remains, after the satisfaction of all its debts and liabilities, any property, whatsoever, the same shall not be paid to or distributed among the Members of the Association, but shall be given or transferred to some other association or associations having objects similar to the objects of the Association, to be determined by the Members of the Association at or before the time of dissolution, or in default thereof, by such Judge at the High Court of Justice as may have or acquire jurisdiction in the matter.

Ninth. True accounts shall be kept of the sums of money received and expended by the Association and the matter in respect of which such receipt and expenditure takes place, and of the property, credits, and liabilities of the Association, and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Association for the time

being, shall be open to the inspection of the Members. Once at least in every year the accounts of the Association shall be examined, and the correctness of the balance-sheet ascertained by one or more properly qualified Auditor or Auditors.

ARTICLES OF ASSOCIATION.

Adopted 15th February, 1935.

PRELIMINARY.

1. These Articles shall be construed and the expressions used therein taken to have the same meanings as in the Companies Act, 1929.

2. The Association is established for the purposes expressed in the Memorandum of Association hereto annexed.

3. In the construction of the following Articles, unless repugnant to the context, the masculine includes the feminine, the singular includes the plural, and the plural the singular ; and the following words and expressions have the respective meanings hereinafter assigned to them :—

The term "*Year*" means the inclusive period between the first day of October in any one year and the last day of September in the following year.

"*Month*" means a Calendar Month ;

"*Association*" means the Association incorporated by the Memorandum of Association as "*The Society of Medical Officers of Health*" ;

"*Branch*" means a local Association of Members of the Association, recognised, or sanctioned, or constituted by the Council ;

"*Group*" means an Association of members within the Association, recognised, or sanctioned, or constituted by the Council ;

"*Honorary Fellow*" means Honorary Fellow of the Association ;

"*Fellow*" means Fellow of the Association ;

"*Member*" means any member of the Association, whether Fellow or Associate ;

"*Associate*" means Associate of the Association ;

"*PUBLIC HEALTH*" means the Journal of the Association.

MEMBERSHIP.

4. The Association shall comprise Honorary Fellows, Fellows and Associates.

(a) Honorary Fellows shall be persons who are eminently distinguished in the advancement of public health.

(b) Fellows shall be :—

- (1) Medical Officers of Health, acting or retired, whether in the British Isles and dependencies or elsewhere ;
- (2) Medical Officers and Inspectors, acting or retired of Government Departments whether in the British Isles and dependencies, or elsewhere ;
- (3) Medical Officers, acting or retired, of the Navy, Army, and Air Force (at home or abroad), who hold or have held appointments in connection with Hygiene.
- (4) Registered Medical Practitioners holding a Diploma in Sanitary Science, Public Health or State Medicine, under Section 21 of the Medical Act, 1886 ;
- (5) Assistant Medical Officers of Health, acting or retired ; or
- (6) Medical Officers or Assistant Medical Officers holding, or having held, specialist or clinical appointments in connection with any branch of Public Health, *e.g.*, hospitals, inspection and treatment of school children, tuberculosis, maternity and infant welfare, venereal diseases, industrial hygiene, fevers, mental diseases, ophthalmology, bacteriology, dentistry, and other medical appointments in the local government health service.

(c) Associates shall be persons of professional standing interested in the advancement of public health.

5. For the purpose of registration the number of members of the Association was originally declared not to exceed 1,000, but an increase in the number of members to 2,000 has since been registered.

6. The Association comprises twelve branches, entitled respectively the Metropolitan, the North-Western, the Midland, the Yorkshire, the Northern, the West of England, the Home Counties, the Southern, the Scottish, the Eastern, the Welsh, and the East Midland.

Additional branches may be constituted by the Council as they shall see fit, and any existing branch may be dissolved by a two-thirds majority of the Council, of which due announcement shall have been inserted in the notice convening the meeting.

Each branch shall have the entire control of its own business, but any resolution on matters relating to the policy, control or discipline of the Association can only be passed in the form of a recommendation to the Council for their consideration.

The President of the Association shall be *ex-officio* a member of each branch.

7. Every member resident in the United Kingdom may be a member of the branch whose ordinary place of meeting shall be most convenient to him, and shall notify in writing to the Executive Secretary of the Association the name of the branch which he joins.

The Honorary Secretary of each branch shall forward annually to the Executive Secretary of the Association within seven days after the meeting of the branch before the last day of July for the election of members of the Council, a list comprising the names and addresses of the several Fellows, and Associates attached to the Branch for correction and return.

8. Groups of the Association may be recognised, sanctioned or constituted by the Council as they see fit. Any Group may be dissolved by a two-thirds majority of the Council, due announcement having been inserted in the notice convening the meeting.

Each Group shall have the entire control of its own business, but any resolution on matters relating to the policy, control or discipline of the Association can only be passed in the form of a recommendation to the Council for their consideration

The President of the Association shall be *ex-officio* a member of each Group.

ELECTIONS.

9. Persons proposed for election as Honorary Fellows shall be nominated by the Council; their names and addresses shall be inserted in the notice convening the meeting of the Association at which the election is to take place.

10. Candidates for election as Fellows or Associates shall be proposed in writing by two Fellows or Associates at a meeting of the Association, and shall be ballotted for at the next ordinary, provincial or annual meeting.

The names and addresses and titles of the candidates, with the names of their proposers and seconders, shall be inserted in the notice convening the meeting of the Association at which the election is to take place. If any member of the Society notifies objection to a candidate in writing to the Executive Secretary, the election of such candidate shall be postponed pending enquiries by the Council.

An Associate upon becoming eligible shall, if he desire, become a Fellow, on notifying such desire to the Executive Secretary of the Association.

All elections shall be by ballot, and no candidate shall be declared to be elected unless he obtains the votes of four-fifths of the Fellows present and voting.

11. If any member of the Association should be charged with conduct detrimental to the honour and interests of the medical profession or the Association, the Council shall have the power, after due enquiry of which at least fourteen days' notice shall be served on the member, specifying when and where he may be heard in his defence, to admonish or call for the resignation of such member. Should he refuse to resign when so required, the Council may terminate his membership by expulsion. A majority of two-thirds of those present and voting at a meeting of the Council shall be required for the purpose of exercising the powers conferred by this Article.

This Article shall be printed on the form of application for election to the Society, and candidates shall be required to signify acceptance of its terms as a condition of their election.

SUBSCRIPTIONS OF MEMBERS.

12. Fellows shall pay such annual subscription as the Association may decide from time to time. Associates elected prior to the first day of October, 1908, shall pay an annual subscription of ten shillings and sixpence each, those elected subsequent to the aforesaid date such annual subscription as the Association may decide from time to time.

Payment of the aforesaid subscriptions shall entitle each member to a copy of PUBLIC HEALTH as and when published.

Any member who has duly paid the annual subscription over a period of 25 years, and who has retired from active practice, may be recommended by a resolution of his Branch for nomination by the Council as a fully-paid Life Member. If elected, he shall continue as a fully privileged member without paying subscription.

13. All subscriptions shall be due and payable on the 1st October in each year.

Any member who shall be in arrear with his subscription for more than one year shall be liable to have his name removed from the register of the Association, and if his subscription remain unpaid for two years his name shall be removed from the register; but he shall be liable to pay the amount of his subscription which was in arrear when he ceased to be a member.

If any new member shall fail to pay his subscription within three months after election his election shall be void. Provided that where such member is resident in a British Dominion or Colony or in a foreign country, the said period of three months shall be extended to six months after election.

14. Any member wishing to determine his connection with the Association may do so by forwarding his resignation in writing to the Executive Secretary of the Association, and until he shall have done so he shall continue liable for the payment of his subscription.

15. The Treasurer of the Association shall pay in every year, on or before the last day of September, to the Treasurer of each of the branches for branch

expenses the sum of not less than two shillings and sixpence in respect of every annual subscription paid by members of their respective Branches to the Treasurer of the Association during the current year, provided that in case of any member who is a member of more than one branch a sum of not less than two shillings and sixpence for branch expenses shall be paid only to the treasurer of the branch to which the said member shall have been formally joined in accordance with the terms of Article 7. The Treasurer shall pay travelling expenses of any member of the Association when attending Council meetings, Committees or Deputations on behalf of the Association unless the Council for financial reasons decides otherwise by special resolution.

The Treasurer of the Association may from time to time, by special resolution of the Council, pay a contribution towards the expenses of any Branch or group constituted in accordance with the terms of Article 8.

PRIVILEGES OF HONORARY FELLOWS AND ASSOCIATES.

16. Honorary Fellows and Associates shall be entitled to attend the meetings of the Association other than meetings convened in accordance with the provisions of the Companies Act, 1929, and take part in the discussions ; but they shall not vote at any election or on any subject affecting the constitution, the management, the policy, or the discipline of the Association, unless duly elected as members of the Council.

OFFICERS OF THE ASSOCIATION.

17. The officers of the Association shall be :—

- (a) The President, who shall be elected at the ordinary meeting of the Association in the month of May in every year by the Fellows from among the Fellows.

The nomination of the President shall take place as follows :—Each Branch may nominate a Fellow of the Society as suitable for the Presidency, and shall notify such nomination not later than May 1st to the

Executive Secretary of the Association, and from amongst the Fellows so nominated by the Branches the Council shall select by ballot one name and shall submit the same to the Association for election. No other form of nomination or selection shall be adopted.

The election shall be by ballot.

The President shall come into office on the first day of October following his election.

- (b) Three Vice-Presidents, one of whom shall be the immediate Past-President.
- (c) The Treasurer.
- (d) The Editor of PUBLIC HEALTH.
- (e) Two or more Trustees of any funds of the Association which it may become necessary or convenient to invest in the names of Trustees, if and whenever the Council shall think fit to appoint such Trustees.
- (f) The Executive Secretary.

18. The Vice-Presidents, the Treasurer, and the Editor shall be elected annually by the Council at their meeting in May, held in London, and shall come into office on the first day of October following their election. These officers shall not hold the same office for more than three years in succession except by resolution of the Council, carried by a majority of two-thirds of those present and voting after due notice.

All elections shall be by ballot.

The Council shall have power to fill any vacancy that may arise from time to time.

THE COUNCIL.

19. The management of the Association shall be vested in a Council which shall consist of :—

- (a) The President, three Vice-Presidents, and the Treasurer.
- (b) One representative member elected by and from each Branch, and a second representative member when its membership reaches 150 and one additional representative member for each 75 members in excess of 150.

- (c) One representative member elected by and from each Group.
- (d) Not more than nine Fellows of the Association, three of whom shall be Departmental Officers.*
- (e) Two representatives nominated by the British Medical Association.
- (f) At the discretion of the Council, not more than four eminent persons interested in the advancement of public health.

20. The Council shall be elected as follows :—

Before the last day of July, in every year, each Branch or Group shall hold a meeting for the election of the Branch or Group President and Honorary Secretary and their representative or representatives, if any, on the Council, all of whom shall come into office on the first day of the session following their election.

No member shall be eligible to be elected on the Council, or to vote, whose subscription for the current year shall be unpaid.

The Secretary of each branch or group shall, not later than August 7th, send to the Executive Secretary of the Association the names and addresses of the President and of the elected representatives.

In the event of any Branch or Group failing to elect qualified representatives, the Council shall, at their meeting in September, held in London, elect from amongst the members attached to the Branch or Group the requisite number of members to represent the Branch or Group on the Council.

Any casual vacancy shall be filled by the Council from members attached to, or nominated by, the Branch or Group whose representative shall have ceased to be a member of the Council, or from the appropriate category as indicated by Article 19 (d), (e) and (f).

The Council at their meeting in September, held in London, shall elect to serve on the Council for the

*Departmental Officers are Fellows of the Society, not being medical officers of health, holding specialist or clinical appointments in connection with any branch of public health, e.g., hospitals, inspection and treatment of school children, tuberculosis, maternity and child welfare, venereal diseases, industrial hygiene, fevers, mental diseases, ophthalmology, bacteriology and such other medical appointments.

ensuing session representatives in accordance with Article 19 (d), (e) and (f).

All elections shall be by ballot.

The Council shall come into office on the first day of October following their election.

21. The Council, at their meeting in the month of May in every year, may appoint an honorary counsel, an honorary solicitor, or firm of solicitors, and an honorary architect or surveyor.

22. The Council shall, at the annual meeting in every year, submit a report of the proceedings of the Association during the preceding year, together with the report of the Treasurer and the Editor of PUBLIC HEALTH. The said reports shall, if practicable, be published in the November issue of PUBLIC HEALTH, and if so published may be taken as read at the annual meeting.

23. The ordinary meetings of the Council shall be held in London in the months of November, February, May, and September, unless the Council shall otherwise determine, on days and at hours to be from time to time fixed by the Council.

A special meeting of the Council shall be convened by the Executive Secretary on a requisition signed by the President or by five members of the Council.

At all meetings of the Council seven members shall form a quorum.

24. The Council shall have power to appoint Committees, with powers which shall be defined in the resolution appointing any such Committee.

Committees so appointed shall report their proceedings to the Council.

25. The Council shall provide a common seal and shall have full power to use the said seal in the execution of all or any of the powers vested in them by these Articles, or otherwise in relation to the business or affairs of the Association as they in their discretion shall think fit.

26. The Council and all Committees of the Council appointed as aforesaid shall cause minutes to be made of all proceedings at any meeting of the Association, or of the Council, or of their Committees; and the Council shall at all times cause a

register to be kept of the Honorary Fellows and members of the Association, together with their respective last known place of abode.

27. All moneys received by or on behalf of the Association shall be regularly paid into the banking account to be kept in the name of the Association, and no money shall be paid by or on account of the Association, other than petty cash disbursements, except by cheque of the Treasurer on the said banking account, upon the order of the Council or of a Committee duly appointed by the Council for that purpose.

28. The Council may from time to time make, alter, and repeal bye-laws for regulating the conduct of their business and the proceedings at their meetings.

MEETINGS OF THE ASSOCIATION.

29. The Annual General Meeting of the Association shall be held in London in the month of November on a day, at such a place and at such a time as shall be fixed by the Council ; at least seven days' notice shall be given of such meeting to every member of the Association.

30. The Association at the Annual Meeting shall appoint an auditor in accordance with the provisions of the Companies Act, 1929.

31. All ordinary meetings of the Association, unless otherwise determined by the Council, shall be held in London on such a day and at such hours to be from time to time fixed by the Council.

32. A special meeting of the Association shall be convened by the Executive Secretary on a requisition signed by the President, or by seven Fellows.

33. A meeting of the Association shall be held in the Provinces every year in the months of June, July or August, at some place, and on a day and at an hour to be fixed by the Council, unless they otherwise determine.

34. At all meetings of the Association seven members shall form a quorum. The President shall take the chair ; in his absence, the immediate Past-President shall preside ; in the absence of the President and Vice-Presidents, the members present shall elect a chairman.

35. The Association may from time to time make, alter and repeal bye-laws for regulating the conduct of their business and the proceedings at their meetings.

NOTICES.

36. All notices to Honorary Fellows and members shall be deemed duly delivered to them if served personally or sent by post to their last known place of address.

37. A notice may be served by the Association upon any member either personally or by sending it through the post in a prepaid letter addressed to such member at his registered place of address.

38. As regards those members who have no registered address in the United Kingdom, or where the place of residence cannot be ascertained, a notice posted up in the Registered Office of the Association shall be deemed to be served upon them at the expiration of 24 hours after it is so posted up.

39. Any notice required to be given by the Association to the members or any of them, and not expressly provided for by these presents, shall be sufficiently given if given by advertisement.

40. Any notice sent by post shall be deemed to have been served on the day following that on which the envelope or wrapper containing the same is posted, and in providing such service it shall be sufficient to prove that the envelope or wrapper containing the notice was properly addressed and put into the Post Office.

41. All notices required by the Companies Act, 1929, or any statutory modification thereof, or the regulations to be given by advertisement shall be inserted in a newspaper circulating in London, and if so advertised shall be deemed to have been sufficiently given.

42. None of the provisions in Table "A" of the Companies Act, 1929, shall apply to this Association, except so far as they may be contained or repeated in these Articles.

43. None of these rules shall be rescinded, varied or altered, or any addition made thereto except by a special resolution passed in accordance with the

provisions of the Companies Act, 1929, which previously to the passing thereof has been sanctioned by the Board of Trade.

44. Subject to any reasonable restrictions as to the time and manner of inspecting the same which may be imposed by the Association in General Meeting the Accounts of the Association shall be open to the inspection of the Members.

BYE-LAWS.

BYE-LAWS MADE BY THE COUNCIL FOR REGULATING THE CONDUCT OF ITS BUSINESS AND THE PROCEEDINGS AT ITS MEETINGS.

1. At all meetings of the Council, the President shall take the Chair ; in his absence, the immediate Past-President shall preside ; and in the absence of the President and the Vice-Presidents, the Fellows shall elect a Chairman.

2. The chair shall be taken at the precise hour mentioned in the notice convening the Meeting, or as soon thereafter as a quorum of Fellows present shall have assembled.

3. At the Ordinary Meeting of the Council, the order of business shall be :—

- (a) Minutes of the last Ordinary Meeting and of any Special Meetings of the Council ;
- (b) Correspondence ;
- (c) Reports of Committees ;
- (d) Elections ;
- (e) Business postponed from previous Meeting ;
- (f) Notices of Motion on the Agenda Paper ;
- (g) Other matters on the Agenda Paper.
- (h) Other business.

Provided that any matter on the Agenda Paper may be taken out of order, on motion put and carried to that effect, but there shall be no discussion on such motion.

4. At a Special Meeting of the Council, the order of business shall be :—

- (a) To read the requisition for convening the Meeting ;

(b) To consider the matters for which the Council was convened.

5. At the conclusion of the reading of the Minutes, the Chairman shall put the question, "That the Minutes be confirmed," and no motion or discussion shall be allowed thereon, except as to the accuracy of the said Minutes.

6. No original motion shall be taken into consideration at any Meeting of the Council, unless notice thereof shall have been given at a previous Meeting, or sent to the Executive Secretary ten clear days before such meeting, or the subject-matter, by a two-thirds majority of the Fellows present, be resolved to be of an urgent nature, when the consideration of such matter may be proceeded with.

Provided in the latter case, that a Motion be first put and carried, "that the Bye-laws be suspended."

7. Every Motion, or Amendment, shall be moved and seconded. All Motions and Amendments shall be reduced to writing.

8. The Chairman at every Meeting shall have the right to a vote on every question, and in the event of the voting being equal, to a second or casting vote.

9. A division shall be granted on any question, if supported by five or more of the Fellows present.

10. On a division being granted, the Executive Secretary, shall call over the names of the Fellows present, and each Fellow shall declare his vote.

The results of the division, together with the names of the Fellows voting, and their votes, shall be recorded in the Minutes of the Meeting.

This Bye-law shall be read prior to the taking of a division.

11. No resolution of the Council shall be rescinded, unless notice to rescind be inserted in the Agenda Paper of the Meeting at which such Resolution is to be rescinded.

Such notice to rescind shall be given at the Meeting preceding the Meeting at which it is intended to rescind the said Resolution, or shall be sent to the Executive Secretary at least ten clear days prior to such Meeting.

A Motion to rescind must be carried by a majority of at least two-thirds of the Fellows present.

12. The Council shall have the power to make Sessional Orders at the first Ordinary Meeting of the Council in each Session.

13. The keys of the Common Seal of the Society shall be kept by the President, the Treasurer and the Executive Secretary. The Seal shall be used only at a Meeting of the Council or in the presence of at least one Member of the Council, who shall affix his signature to the document sealed. The fact of the Seal having been used at times other than at a Meeting of the Council shall be reported to the Council at the meeting immediately following such use. All documents sealed shall bear the signature of the President and Executive Secretary.

BYE-LAWS MADE BY THE ASSOCIATION FOR REGULATING THE CONDUCT OF ITS BUSINESS AND THE PROCEEDINGS AT ITS MEETINGS.

1. At all the Meetings of the Association the Chair shall be taken at the precise hour mentioned in the Notice convening the Meeting, or as soon thereafter as a quorum of Members shall have assembled.

2. At the October Meeting the first business shall be the introduction of the President of the Session and the last the President's Address.

3. At the Annual General Meeting in November the Order of Business shall be :—

- (a) Minutes of the last Annual General Meeting ;
- (b) Correspondence ;
- (c) Annual Reports of the Council and of the Officers ;
- (d) Ordinary Report of the Council ;
- (e) Elections ;
- (f) Nominations ;
- (g) Notices of Motion on the Agenda Paper ;
- (h) Any other business ;

4. At an Ordinary Meeting of the Association the Order of Business shall be :—

- (a) Minutes of last Ordinary and of any Special or Extraordinary General Meeting of the Association ;
- (b) Correspondence ;
- (c) Report of Council ;
- (d) Elections ;

- (e) Nominations ;
- (f) Notices of Motion on the Agenda Paper ;
- (g) Other business.

5. At the Provincial Meeting of the Association the Order of Business shall be the same as at an Ordinary Meeting.

6. Any matter on the Agenda Paper may be taken out of order on motion put and carried to that effect, but there shall be no discussion on such motion.

7. When an original communication is on the Agenda Paper to be taken at a fixed hour, any other business having precedence on the Paper, but not disposed of, shall be postponed until after such communication shall have been read and discussed.

8. At a Special or Extraordinary General Meeting of the Association the Order of Business shall be :—

- (a) To read the requisition and notice for convening the Meeting ;
- (b) To consider the matters for which the Meeting is convened.

9. At the conclusion of the reading of the Minutes the Chairman shall put the question, "That the Minutes be confirmed," and no motion or discussion shall be allowed thereon, except as to the accuracy of the said Minutes.

10. Every Motion and Amendment shall be moved and seconded. All Motions and Amendments shall be reduced to writing.

11. No member shall speak to the question before the Meeting more than once (except with the consent of the Meeting, or by way of explanation) ; but the mover of a Resolution shall have the right to reply.

12. No original Motion shall be taken into consideration at any Meeting unless Notice thereof shall have been given at a previous meeting, or sent to the Executive Secretary ten clear days before such Meeting, or the subject matter, by the two-thirds majority of the Members present, be resolved to be of an urgent nature, when the consideration of such matter may be proceeded with.

Provided in the latter case that a Motion be first put and carried, "That the Bye-laws be suspended."

13. The Chairman at every Meeting shall have a right to vote upon every question, and in the event of the voting being equal to a second or casting vote.

14. All voting, except at elections, shall be by show of hands.

15. No resolution, not being one affecting the constitution of the Association, shall be rescinded, unless notice to rescind be inserted in the Agenda Paper of the Meeting at which such resolution is to be rescinded.

Such Notice to rescind shall be given at the Meeting preceding the meeting at which it is intended to rescind the said Resolution, or shall be sent to the Executive Secretary not less than ten clear days prior to such Meeting.

A motion to rescind must be carried by a majority of not less than two-thirds of the Members present.
